Stephen E. Hessler, P.C. Mark McKane, P.C. (*pro hac vice* pending) Patrick Venter

KIRKLAND & ELLIS LLP KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue New York, New York 10022

Telephone: (212) 446-4800 Facsimile: (212) 446-4900 Chad J. Husnick, P.C.

Benjamin M. Rhode (pro hac vice pending)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle Street Chicago, Illinois 60654

Telephone: (312) 862-2000 Facsimile: (312) 862-2200

Proposed Counsel to the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:) Chapter 11
PHONE TRENDS, INC.,) Case No. 20-22475 (RDD)
Debtor.))
Tax I.D. No. 16-1465602))
In re:) Chapter 11
FRONTIER COMMUNICATIONS CORPORATION,) Case No. 20-22476 (RDD)
Debtor.))
Tax I.D. No. 06-0619596))
In re:) Chapter 11
CITIZENS CAPITAL VENTURES CORP.,) Case No. 20-22477 (RDD)
Debtor.))
Tax I.D. No. 06-1528874	<i>)</i>)

In re:) Chapter 11
CITIZENS DIRECTORY SERVICES COMPANY L.L.C.,	Case No. 20-22478 (RDD)
Debtor.))
Tax I.D. No. 06-1449040))
In re:) Chapter 11
CITIZENS LOUISIANA ACCOUNTING COMPANY,	Case No. 20-22479 (RDD)
Debtor.)
Tax I.D. No. 22-3836430))
In re:) Chapter 11
CITIZENS NEWCOM COMPANY,) Case No. 20-22480 (RDD)
Debtor.)
Tax I.D. No. 06-1528868))
In re:) Chapter 11
CITIZENS NEWTEL, LLC,) Case No. 20-22486 (RDD)
Debtor.)
Tax I.D. No. 06-1528869))
In re:) Chapter 11
CITIZENS PENNSYLVANIA COMPANY LLC,) Case No. 20-22493 (RDD)
Debtor.)
Tax I.D. No. 06-1607322))

In re:) Chapter 11
CITIZENS SERP ADMINISTRATION COMPANY,	Case No. 20-22497 (RDD)
Debtor.))
Tax I.D. No. 16-1622561))
In re:) Chapter 11
CITIZENS TELECOM SERVICES COMPANY L.L.C.,	Case No. 20-22501 (RDD)
Debtor.))
Tax I.D. No. 06-1460891)
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF CALIFORNIA INC.,	Case No. 20-22508 (RDD)
Debtor.))
Tax I.D. No. 06-1387094)
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF IDAHO,	Case No. 20-22510 (RDD)
Debtor.))
Tax I.D. No. 06-1381499))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF ILLINOIS,	Case No. 20-22514 (RDD)
Debtor.))
Tax I.D. No. 36-4348451))

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, LLC,	Case No. 20-22519 (RDD)
Debtor.))
Tax I.D. No. 06-1554080))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF MONTANA,	Case No. 20-22523 (RDD)
Debtor.))
Tax I.D. No. 06-1381501))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEBRASKA,	Case No. 20-22528 (RDD)
Debtor. Tax I.D. No. 06-1557684)))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEBRASKA LLC,	Case No. 20-22532 (RDD)
Debtor.))
Tax I.D. No. 06-1607329))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS OF NEVADA,	Case No. 20-22539 (RDD)
Debtor. Tax I.D. No. 88-0038970	,))

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEW YORK, INC.,) Case No. 20-22544 (RDD)
Debtor.))
Tax I.D. No. 06-1381503))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF OREGON,) Case No. 20-22547 (RDD)
Debtor.))
Tax I.D. No. 06-1381505))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF TENNESSEE L.L.C.,	Case No. 20-22553 (RDD)
Debtor.))
Tax I.D. No. 06-1431902))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF THE WHITE MOUNTAINS, INC.,) Case No. 20-22481 (RDD)
Debtor.)
Tax I.D. No. 06-1473448))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF UTAH,) Case No. 20-22487 (RDD)
Debtor.))
Tax I.D. No. 06-1381506	<i>)</i>)

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF WEST VIRGINIA,	Case No. 20-22492 (RDD)
Debtor.)
Tax I.D. No. 55-0276420)
In re:) Chapter 11
CITIZENS UTILITIES CAPITAL L.P.,	Case No. 20-22496 (RDD)
Debtor.)
Tax I.D. No. 06-1441535))
In re:) Chapter 11
CITIZENS UTILITIES RURAL COMPANY, INC.,	Case No. 20-22502 (RDD)
Debtor.)
Tax I.D. No. 06-0798524))
In re:) Chapter 11
COMMONWEALTH COMMUNICATION, LLC,	Case No. 20-22504 (RDD)
Debtor.)
Tax I.D. No. 20-1222643))
In re:) Chapter 11
COMMONWEALTH TELEPHONE COMPANY LLC,	Case No. 20-22512 (RDD)
Debtor.))
Tax I.D. No. 26-2627400))

In re:) Chapter 11
COMMONWEALTH TELEPHONE ENTERPRISES LLC,) Case No. 20-22516 (RDD)
Debtor.))
Tax I.D. No. 26-2198430))
In re:) Chapter 11
COMMONWEALTH TELEPHONE MANAGEMENT SERVICES, INC.,	Case No. 20-22521 (RDD)
Debtor.)
Tax I.D. No. 25-1870409))
In re:) Chapter 11
CTE HOLDINGS, INC.,) Case No. 20-22526 (RDD)
Debtor.))
Tax I.D. No. 01-0718598)
In re:) Chapter 11
CTE SERVICES, INC.,	Case No. 20-22531 (RDD)
Debtor.))
Tax I.D. No. 23-2120043))
In re:) Chapter 11
CTE TELECOM, LLC,) Case No. 20-22536 (RDD)
Debtor.)
Tax I.D. No. 74-3071405))

In re:) Chapter 11
CTSI, LLC,) Case No. 20-22541 (RDD)
Debtor.))
Tax I.D. No. 23-3085318)
In re:) Chapter 11
CU CAPITAL LLC,	Case No. 20-22546 (RDD)
Debtor.)
Tax I.D. No. 06-1156876)
In re:) Chapter 11
CU WIRELESS COMPANY LLC,	Case No. 20-22552 (RDD)
Debtor.))
Tax I.D. No. 06-1428830))
In re:) Chapter 11
ELECTRIC LIGHTWAVE NY, LLC,	Case No. 20-22557 (RDD)
Debtor.))
Tax I.D. No. 20-0823492))
In re:) Chapter 11
EVANS TELEPHONE HOLDINGS, INC.,	Case No. 20-22562 (RDD)
Debtor.)
Tax I.D. No. 22-3749922))

In re:) Chapter 11
FAIRMOUNT CELLULAR LLC,) Case No. 20-22566 (RDD)
Debtor.))
Tax I.D. No. 58-2085279))
In re:) Chapter 11
FRONTIER ABC LLC,	Case No. 20-22570 (RDD)
Debtor.)
Tax I.D. No. 47-1398328))
In re:) Chapter 11
FRONTIER CALIFORNIA INC.,	Case No. 20-22573 (RDD)
Debtor.)
Tax I.D. No. 95-0510200))
In re:	Chapter 11
FRONTIER COMMUNICATIONS - MIDLAND, INC.,	Case No. 20-22574 (RDD)
Debtor.))
Tax I.D. No. 37-0757434))
In re:) Chapter 11
FRONTIER COMMUNICATIONS - PRAIRIE, INC., Debtor.	Case No. 20-22569 (RDD)
Tax I.D. No. 37-0841588)

In re:) Chapter 11
FRONTIER COMMUNICATIONS - SCHUYLER, INC.,) Case No. 20-22483 (RDD)
Debtor.))
Tax I.D. No. 37-0506920))
In re:) Chapter 11
FRONTIER COMMUNICATIONS CORPORATE SERVICES INC.,	Case No. 20-22488 (RDD)
Debtor.))
Tax I.D. No. 27-0927861)
In re:) Chapter 11
FRONTIER COMMUNICATIONS ILEC HOLDINGS LLC,	Case No. 20-22495 (RDD)
Debtor.)
Tax I.D. No. 27-0213230))
In re:) Chapter 11
FRONTIER COMMUNICATIONS NORTHWEST INC.,	Case No. 20-22500 (RDD)
Debtor.))
Tax I.D. No. 91-0466810))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF AMERICA, INC.,	Case No. 20-22506 (RDD)
Debtor.))
Tax I.D. No. 06-1381497))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF AUSABLE VALLEY, INC.,) Case No. 20-22511 (RDD)
Debtor.))
Tax I.D. No. 14-0481260))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF BREEZEWOOD, LLC,	Case No. 20-22517 (RDD)
Debtor.)
Tax I.D. No. 23-0430281))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF CANTON, LLC,	Case No. 20-22520 (RDD)
Debtor.))
Tax I.D. No. 24-0540660))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF DELAWARE, INC.,	Case No. 20-22525 (RDD)
Debtor.))
Tax I.D. No. 47-4220080))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF DEPUE, INC.,) Case No. 20-22529 (RDD)
Debtor.))
Tax I.D. No. 36-0983740	<i>)</i>)

In re:	Chapter 11
FRONTIER COMMUNICATIONS OF GEORGIA LLC,	Case No. 20-22534 (RDD)
Debtor.)
Tax I.D. No. 58-0446650)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ILLINOIS, INC.,	Case No. 20-22538 (RDD)
Debtor.))
Tax I.D. No. 37-0740040))
In re:	Chapter 11
FRONTIER COMMUNICATIONS OF INDIANA, LLC,	Case No. 20-22543 (RDD)
Debtor.)
Tax I.D. No. 35-0228025))
In re:	Chapter 11
FRONTIER COMMUNICATIONS OF IOWA, LLC,	Case No. 20-22545 (RDD)
Debtor.))
Tax I.D. No. 42-1367550))
In re:	Chapter 11
FRONTIER COMMUNICATIONS OF LAKESIDE, INC.,	Case No. 20-22550 (RDD)
Debtor.))
Tax I.D. No. 37-0862568)

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF LAKEWOOD, LLC,) Case No. 20-22554 (RDD)
Debtor.))
Tax I.D. No. 23-0783420))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MICHIGAN, INC.,	Case No. 20-22558 (RDD)
Debtor.))
Tax I.D. No. 38-2476132))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MINNESOTA, INC.,	Case No. 20-22561 (RDD)
Debtor.))
Tax I.D. No. 41-1691122))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MISSISSIPPI LLC,	Case No. 20-22564 (RDD)
Debtor.))
Tax I.D. No. 20-5453978))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MT. PULASKI, INC.,	Case No. 20-22567 (RDD)
Debtor.))
Tax I.D. No. 37-0430770))

In re:	Chapter 11
FRONTIER COMMUNICATIONS OF NEW YORK, INC.,	Case No. 20-22571 (RDD)
Debtor.))
Tax I.D. No. 14-0750550)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ORION, INC.,	Case No. 20-22572 (RDD)
Debtor.))
Tax I.D. No. 36-1585930)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF OSWAYO RIVER LLC,	Case No. 20-22482 (RDD)
Debtor.))
Tax I.D. No. 24-0680200))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF PENNSYLVANIA, LLC,	Case No. 20-22485 (RDD)
Debtor.)
Tax I.D. No. 23-0559150)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ROCHESTER, INC.,	Case No. 20-22489 (RDD)
Debtor.)
Tax I.D. No. 16-1469712))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF SENECA-GORHAM, INC.,) Case No. 20-22491 (RDD)
Debtor.))
Tax I.D. No. 16-1328607))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF SYLVAN LAKE, INC.,	Case No. 20-22494 (RDD)
Debtor.))
Tax I.D. No. 16-1007380))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE CAROLINAS LLC,	Case No. 20-22498 (RDD)
Debtor.)
Tax I.D. No. 27-0213284))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE SOUTH, LLC,	Case No. 20-22503 (RDD)
Debtor.))
Tax I.D. No. 63-0254712)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE SOUTHWEST INC.,	Case No. 20-22505 (RDD)
Debtor.))
Tax I.D. No. 27-0213354	<i>)</i>)

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THORNTOWN, LLC,	Case No. 20-22509 (RDD)
Debtor.))
Tax I.D. No. 35-0709460))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF VIRGINIA, INC.,	Case No. 20-22513 (RDD)
Debtor.))
Tax I.D. No. 27-1624217))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF WISCONSIN LLC,	Case No. 20-22518 (RDD)
Debtor.))
Tax I.D. No. 39-0990552))
In re:) Chapter 11
FRONTIER COMMUNICATIONS ONLINE AND LONG DISTANCE INC.,	Case No. 20-22522 (RDD)
Debtor.))
Tax I.D. No. 27-0239625))
In re:) Chapter 11
FRONTIER COMMUNICATIONS SERVICES INC.,	Case No. 20-22527 (RDD)
Debtor.))
Tax I.D. No. 45-3689655))

In re:	Chapter 11
FRONTIER DIRECTORY SERVICES COMPANY, LLC,	Case No. 20-22533 (RDD)
Debtor.)
Tax I.D. No. 06-1473449))
In re:) Chapter 11
FRONTIER FLORIDA LLC,	Case No. 20-22537 (RDD)
Debtor.))
Tax I.D. No. 59-0397520)
In re:	Chapter 11
FRONTIER INFOSERVICES INC.,	Case No. 20-22540 (RDD)
))
Debtor.	
Tax I.D. No. 16-1408510)
In re:) Chapter 11
FRONTIER MIDSTATES INC.,	Case No. 20-22549 (RDD)
Debtor.))
Tax I.D. No. 58-0678890	
1 ax 1.D. No. 36-00/8890))
In re:	Chapter 11
FRONTIER MOBILE LLC,	Case No. 20-22551 (RDD)
Debtor.))
Tax I.D. No. 27-1099601))

	
In re:) Chapter 11
FRONTIER NORTH INC.,	Case No. 20-22556 (RDD)
Debtor.)
Tax I.D. No. 35-1869961)
In re:) Chapter 11
FRONTIER SECURITY COMPANY,	Case No. 20-22560 (RDD)
Debtor.)
Tax I.D. No. 26-1952457))
In re:) Chapter 11
FRONTIER SERVICES CORP.,	Case No. 20-22563 (RDD)
Debtor.))
Tax I.D. No. 46-4115660))
In re:) Chapter 11
FRONTIER SOUTHWEST INCORPORATED,	Case No. 20-22484 (RDD)
D.1.	\
Debtor.)
Debtor. Tax I.D. No. 75-0573444)))
))))) Chapter 11
Tax I.D. No. 75-0573444	Chapter 11 Case No. 20-22490 (RDD)
Tax I.D. No. 75-0573444 In re:)

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In re:) Chapter 11
FRONTIER TECHSERV, INC.,) Case No. 20-22499 (RDD)
Debtor.))
Tax I.D. No. 03-0466148))
In re:) Chapter 11
FRONTIER TELEPHONE OF ROCHESTER, INC.,	Case No. 20-22507 (RDD)
Debtor.)
Tax I.D. No. 16-1469713))
In re:) Chapter 11
FRONTIER VIDEO SERVICES INC.,) Case No. 20-22515 (RDD)
Debtor.)
Tax I.D. No. 82-1731982))
In re:) Chapter 11
FRONTIER WEST VIRGINIA INC.,) Case No. 20-22524 (RDD)
Debtor.))
Tax I.D. No. 55-0142020))
In re:) Chapter 11
GVN SERVICES,) Case No. 20-22530 (RDD)
Debtor.)
Tax I.D. No. 32-0106937	<i>)</i>)

In re:	Chapter 11
N C C SYSTEMS, INC.,	Case No. 20-22535 (RDD)
Debtor.	
Tax I.D. No. 75-1523468	
In re:	Chapter 11
NAVAJO COMMUNICATIONS CO., INC.,	Case No. 20-22542 (RDD)
Debtor.	
Tax I.D. No. 75-1310073	
In re:	Chapter 11
NEWCO WEST HOLDINGS LLC	Case No. 20-22548 (RDD)
Debtor.	
Tax I.D. No. 81-1435726	
In re:	Chapter 11
OGDEN TELEPHONE COMPANY	Case No. 20-22555 (RDD)
Debtor.	
Tax I.D. No. 16-0576170	
In re:	Chapter 11
RHINELANDER TELECOMMUNICATIONS, LLC	Case No. 20-22559 (RDD)
Debtor.	
Tax I.D. No. 39-1684335	

In re:) Chapter 11
RIB LAKE CELLULAR FOR WISCONSIN RSA #3, INC.	Case No. 20-22565 (RDD)
Debtor.))
Tax I.D. No. 39-1644420))
In re:) Chapter 11
RIB LAKE TELECOM, INC.) Case No. 20-22568 (RDD)
Debtor.))
Tax I.D. No. 39-1465397))
In re:) Chapter 11
SNET AMERICA, INC.) Case No. 20-22578 (RDD)
Debtor.))
Tax I.D. No. 06-1368174))
In re:) Chapter 11
TCI TECHNOLOGY & EQUIPMENT LLC) Case No. 20-22575 (RDD)
Debtor.))
Tax I.D. No. 82-2834793)
In re:) Chapter 11
THE SOUTHERN NEW ENGLAND TELEPHONE COMPANY) Case No. 20-22576 (RDD)
Debtor.))
Tax I.D. No. 06-0542646))

In re:) Chapter 11
TOTAL COMMUNICATIONS, INC.) Case No. 20-22577 (RDD)
Debtor.)
Tax I.D. No. 06-1020653)

DEBTORS' MOTION FOR ENTRY OF AN ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES

The above-captioned debtors and debtors in possession (collectively, the "<u>Debtors</u>") respectfully state the following in support of this motion (this "Motion"):

Relief Requested

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order") directing procedural consolidation and joint administration of these chapter 11 cases. Specifically, the Debtors request that the United States Bankruptcy Court for the Southern District of New York (the "Court") maintain one file and one docket for all of the jointly administered cases under the case of Frontier Communications Corporation, and that the cases be administered under a consolidated caption, as follows:

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
FRONTIER COMMUNICATIONS CORPORATION, et al., 1)))	Case No. 20-22476 (RDD)
Debtors.)))	(Jointly Administered)

The last four digits of Debtor Frontier Communications Corporation's tax identification number are 9596. Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at https://cases.primeclerk.com/ftr. The location of the Debtors' service address for purposes of these chapter 11 cases is: 50 Main Street, Suite 1000, White Plains, New York 10606.

- 2. The Debtors further request that the Court order that the foregoing caption satisfies the requirements set forth in section 342(c)(1) of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code").
- 3. The Debtors also request that a docket entry, substantially similar to the following, be entered on the docket of each of the Debtors' cases other than the case of Frontier Communications Corporation ("Frontier"):

An order has been entered in accordance with rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the joint administration of the chapter 11 cases of: Phone Trends, Inc., No. 20-22475 (RDD); Frontier Communications Corporation, No. 20-22476 (RDD); Citizens Capital Ventures Corp., No. 20-22477 (RDD); Citizens Directory Services Company L.L.C., No. 20-22478 (RDD); Citizens Louisiana Accounting Company, No. 20-22479 (RDD); Citizens Newcom Company, No. 20-22480 (RDD); Citizens Newtel, LLC, No. 20-22486 (RDD); Citizens Pennsylvania Company LLC, No. 20-22493 (RDD); Citizens SERP Administration Company, No. 20-22497 (RDD); Citizens Telecom Services Company L.L.C., No. 20-22501 (RDD); Citizens Telecommunications Company of California Inc., No. 20-22508 (RDD); Citizens Telecommunications Company of Idaho, No. 20-22510 (RDD); Citizens Telecommunications Company of Illinois, No. 20-22514 (RDD); Citizens Telecommunications Company of Minnesota, LLC, No. 20-22519 (RDD); Citizens Telecommunications Company of Montana, No. 20-22523 (RDD); Citizens Telecommunications Company of Nebraska, No. 20-22528 (RDD); Citizens Telecommunications Company of Nebraska LLC, No. 20-22532 (RDD); Citizens Telecommunications Company of Nevada, No. 20-22539 (RDD); Citizens Telecommunications Company of New York, Inc., No. 20-22544 (RDD); Citizens Telecommunications Company of Oregon, No. 20-22547 (RDD); Citizens Telecommunications Company of Tennessee L.L.C., No. 20-22553 (RDD); Citizens Telecommunications Company of the White Mountains, Inc., No. 20-22481 (RDD); Citizens Telecommunications Company of Utah, No. 20-22487 (RDD); Citizens Telecommunications Company of West Virginia, No. 20-22492 (RDD); Citizens Utilities Capital L.P., No. 20-22496 (RDD); Citizens Utilities Rural Company, Inc., No. 20-22502 (RDD); Commonwealth Communication, LLC, No. 20-22504 (RDD); Commonwealth Telephone Company LLC, No. 20-22512 (RDD); Commonwealth Telephone Enterprises LLC, No. 20-22516 (RDD);

Commonwealth Telephone Management Services, Inc., No. 20-22521 (RDD); CTE Holdings, Inc., No. 20-22526 (RDD); CTE Services, Inc., No. 20-22531 (RDD); CTE Telecom, LLC, No. 20-22536 (RDD); CTSI, LLC, No. 20-22541 (RDD); CU Capital LLC, No. 20-22546 (RDD); CU Wireless Company LLC, No. 20-22552 (RDD); Electric Lightwave NY, LLC, No. 20-22557 (RDD); Evans Telephone Holdings, Inc., No. 20-22562 (RDD); Fairmount Cellular LLC, No. 20-22566 (RDD); Frontier ABC LLC, No. 20-22570 (RDD); Frontier California Inc., No. 20-22573 (RDD); Frontier Communications - Midland, Inc., No. 20-22574 (RDD); Frontier Communications - Prairie, Inc., No. 20-22569 (RDD); Frontier Communications - Schuyler, Inc., No. 20-22483 (RDD); Frontier Communications Corporate Services Inc., No. 20-22488 (RDD); Frontier Communications ILEC Holdings LLC, No. 20-22495 (RDD); Frontier Communications Northwest Inc., No. 20-22500 (RDD); Frontier Communications of America, Inc., No. 20-22506 (RDD); Frontier Communications of Ausable Valley, Inc., No. 20-22511 (RDD); Frontier Communications of Breezewood, LLC, No. 20-22517 (RDD); Frontier Communications of Canton, LLC, No. 20-22520 (RDD); Frontier Communications of Delaware, Inc., No. 20-22525 (RDD); Frontier Communications of Depue, Inc., No. 20-22529 (RDD); Frontier Communications of Georgia LLC, No. 20-22534 (RDD); Frontier Communications of Illinois, Inc., No. 20-22538 (RDD); Frontier Communications of Indiana, LLC, No. 20-22543 (RDD); Frontier Communications of Iowa, LLC, No. 20-22545 (RDD); Frontier Communications of Lakeside, Inc., No. 20-22550 (RDD); Frontier Communications of Lakewood, LLC, No. 20-22554 (RDD); Frontier Communications of Michigan, Inc., No. 20-22558 (RDD); Frontier Communications of Minnesota, Inc., No. 20-22561 (RDD); Frontier Communications of Mississippi LLC, No. 20-22564 (RDD); Frontier Communications of Mt. Pulaski, Inc., No. 20-22567 (RDD); Frontier Communications of New York, Inc., No. 20-22571 (RDD); Frontier Communications of Orion, Inc., No. 20-22572 (RDD); Frontier Communications of River LLC, No. 20-22482 Oswayo (RDD); Frontier Communications of Pennsylvania, LLC, No. 20-22485 (RDD); Frontier Communications of Rochester, Inc., No. 20-22489 (RDD); Frontier Communications of Seneca-Gorham, Inc., No. 20-22491 (RDD); Frontier Communications of Sylvan Lake, Inc., No. 20-22494 (RDD); Frontier Communications of the Carolinas LLC, No. 20-22498 (RDD); Frontier Communications of the South, LLC, No. 20-22503 (RDD); Frontier Communications of the Southwest No. 20-22505 (RDD); Frontier Communications Thorntown, LLC, No. 20-22509 (RDD); Frontier Communications of Virginia, Inc., No. 20-22513 (RDD); Frontier Communications of Wisconsin LLC, No. 20-22518 (RDD); Frontier Communications

Online and Long Distance Inc., No. 20-22522 (RDD); Frontier Communications Services Inc., No. 20-22527 (RDD); Frontier Directory Services Company, LLC, No. 20-22533 (RDD); Frontier Florida LLC, No. 20-22537 (RDD); Frontier Infoservices Inc., No. 20-22540 (RDD); Frontier Midstates Inc., No. 20-22549 (RDD); Frontier Mobile LLC, No. 20-22551 (RDD); Frontier North Inc., No. 20-22556 (RDD); Frontier Security Company, No. 20-22560 (RDD); Frontier Services Corp., No. 20-22563 (RDD); Frontier Southwest Incorporated, No. 20-22484 (RDD); Frontier Subsidiary Telco LLC, No. 20-22490 (RDD); Frontier Techserv, Inc., No. 20-22499 (RDD); Frontier Telephone of Rochester, Inc., No. 20-22507 (RDD); Frontier Video Services Inc., No. 20-22515 (RDD); Frontier West Virginia Inc., No. 20-22524 (RDD); GVN Services, No. 20-22530 (RDD); N C C Systems, Inc., No. 20-22535 (RDD); Navajo Communications Co., Inc., No. 20-22542 (RDD); Newco West Holdings LLC, No. 20-22548 (RDD); Ogden Telephone Company, No. 20-22555 (RDD); Rhinelander Telecommunications, LLC, No. 20-22559 (RDD); Rib Lake Cellular for Wisconsin RSA #3, Inc., No. 20-22565 (RDD); Rib Lake Telecom, Inc., No. 20-22568 (RDD); SNET America, Inc., No. 20-22578 (RDD); TCI Technology & Equipment LLC, No. 20-22575 (RDD); The Southern New England Telephone Company, No. 20-22576 (RDD); Total Communications, Inc., No. 20-22577 (RDD). All further pleadings and other papers shall be filed in and all further docket entries shall be Case No. 20-22476 (RDD).

4. The Debtors also seek authority to file their monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees*, issued by the United States Trustee for the Southern District of New York (the "<u>U.S. Trustee</u>"), by consolidating the information required for each Debtor in one report that tracks and breaks out all of the specific information (*e.g.*, receipts, disbursements, etc.) on a debtor-by-debtor basis in each monthly operating report.

Jurisdiction and Venue

5. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, dated February 1, 2012. The Debtors confirm their consent,

pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

- 6. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
- 7. The bases for the relief requested herein are section 105(a) of the Bankruptcy Code, Bankruptcy Rule 1015(b), and rule 9013-1(a) of the Local Bankruptcy Rules for the Southern District of New York (the "Local Rules").

Background

- 8. Frontier Communications Corporation ("<u>Frontier</u>") is a publicly held provider of telecommunications services and the fourth largest Incumbent Local Exchange Carrier in the United States, offering a broad portfolio of communications services for 4.1 million consumer, commercial, and wholesale customers. Through a series of acquisitions culminating with the 2016 purchase of Verizon Communications Inc.'s broadband and landline services in the states of California, Texas, and Florida (the "<u>CTF Transaction</u>"), the Debtors transformed in scale from a provider of services in mainly rural areas into one of the largest telecommunications businesses in the United States, with 2019 revenue of approximately \$8.1 billion.
- 9. In the years since the completion of the CTF Transaction, the Debtors have faced industry headwinds stemming from fierce competition in the telecommunications sector and changing consumer preferences. Moreover, shifting technology has redefined what infrastructure telecommunications companies need to excel in the industry, most notably an industry overhaul from broadband networks relying on copper cables to those relying on optical fiber. These conditions have rendered the Debtors' approximately \$17.5 billion in outstanding funded debt unsustainable.

- 10. Rather than execute a liability management transaction that would at best delay maturities without addressing their capital structure in a comprehensive manner, the Debtors have negotiated with their key stakeholders. After extensive, arm's-length negotiations that played out over several months, the Debtors executed the Restructuring Support Agreement with certain holders of unsecured notes (the "Noteholder Groups"), which puts the Debtors on a path to file a plan of reorganization during the course of these chapter 11 cases that would maximize stakeholder recoveries, allow operational continuity, and ensure a viable enterprise upon emergence.
- 11. On April 14, 2020 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. A detailed description surrounding the facts and circumstances of these chapter 11 cases is set forth in the Declaration of Carlin Adrianopoli, Executive Vice President of Strategic Planning, in Support of Chapter 11 Petitions and First Day Motions (the "First Day Declaration"), filed contemporaneously with this Motion.¹
- 12. The Debtors continue to operate their businesses and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Concurrent with the filing of this Motion, the Debtors filed a motion requesting procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no committees have been appointed or designated.

Basis for Relief

13. Bankruptcy Rule 1015(b) provides, in pertinent part, that "[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015. The Debtors are a group of

¹ Capitalized terms not defined herein shall have the meanings ascribed to such terms in the First Day Declaration.

"affiliates" as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, the Bankruptcy Code and Bankruptcy Rules authorize the Court to grant the relief requested herein.

- 14. Section 105(a) of the Bankruptcy Code provides the Court with the power to grant the relief requested herein by permitting the Court to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of the [Bankruptcy Code]." 11 U.S.C. § 105(a).
- 15. Joint administration is generally non-controversial, and courts in this jurisdiction routinely order joint administration in cases with multiple, related debtors. *See*, *e.g.*, *In re Deluxe Entertainment Services Group, Inc.*, No. 19-23774 (RDD) (Bankr. S.D.N.Y. Oct. 9, 2019) (ordering joint administration of the debtors' cases); *In re Barneys New York, Inc.*, No. 19-36300 (CGM) (Bankr. S.D.N.Y. Aug. 7, 2019) (same); *In re Hollander Sleep Products, LLC*, No. 19-11608 (MEW) (Bankr. S.D.N.Y. May 22, 2019) (same); *In re Sungard Availability Services Capital, Inc.*, No. 19-22915 (RDD) (Bankr. S.D.N.Y. May 2, 2019) (same); *In re Windstream Holdings, Inc.*, No. 19-22312 (RDD) (Bankr. S.D.N.Y. Feb. 28, 2019) (same).
- 16. Given the integrated nature of the Debtors' operations, joint administration of these chapter 11 cases will provide significant administrative convenience without harming the substantive rights of any party-in-interest. Many of the motions, hearings, and orders in these chapter 11 cases will affect each Debtor entity. The entry of the Order directing joint administration of these chapter 11 cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration also will allow the U.S. Trustee and all parties-in-interest to monitor these chapter 11 cases with greater ease and efficiency.

Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request to the Debtors' proposed counsel.

17. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion seeks only administrative, not substantive, consolidation of the Debtors' estates. Parties-in-interest will not be harmed by the relief requested; instead, parties-in-interest will benefit from the cost reductions associated with the joint administration of these chapter 11 cases. Accordingly, the Debtors submit that the joint administration of these chapter 11 cases is in the best interests of their estates, their creditors, and all other parties-in-interest.

Motion Practice

18. This Motion includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated and a discussion of their application to this Motion. Accordingly, the Debtors submit that this Motion satisfies Local Rule 9013-1(a).

Notice

19. The Debtors will provide notice of this Motion to the following parties and/or their respective counsel, as applicable: (a) the U.S. Trustee; (b) the holders of the fifty largest unsecured claims against the Debtors (on a consolidated basis); (c) the agent under the proposed postpetition debtor in possession financing facility; (d) the administrative agents and indenture trustees under the Debtors' prepetition credit agreement and note indentures; (e) Akin Gump Strauss Hauer & Feld LLP and Milbank LLP, counsel to the Noteholder Groups; (f) the Pension Benefit Guaranty Corporation; (g) the United States Attorney's Office for the Southern District of New York; (h) the Internal Revenue Service; (i) the United States Securities and Exchange Commission; (j) the attorneys general in the states where the Debtors conduct their business operations; (k) the Federal Communications Commission; and (l) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

20. No prior request for the relief sought in this Motion has been made to this or any other court.

[Remainder of page intentionally left blank.]

WHEREFORE, the Debtors respectfully request that the Court enter the Order granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: April 15, 2020 New York, New York /s/ Stephen E. Hessler

Stephen E. Hessler, P.C.

Mark McKane, P.C. (pro hac vice pending)

Patrick Venter

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800 Facsimile: (212) 446-4900

- and -

01110

Chad J. Husnick, P.C.

Benjamin M. Rhode (pro hac vice pending)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle Street Chicago, Illinois 60654

Telephone: (312) 862-2000 Facsimile: (312) 862-2200

Proposed Counsel to the Debtors and Debtors in Possession

Exhibit A

Proposed Order

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:) Chapter 11
PHONE TRENDS, INC.,) Case No. 20-22475 (RDD)
Debtor.)
Tax I.D. No. 16-1465602)
In re:) Chapter 11
FRONTIER COMMUNICATIONS CORPORATION,) Case No. 20-22476 (RDD)
Debtor.)
Tax I.D. No. 06-0619596)
In re:) Chapter 11
CITIZENS CAPITAL VENTURES CORP.,) Case No. 20-22477 (RDD)
Debtor.)
Tax I.D. No. 06-1528874)

In re:	Chapter 11
CITIZENS DIRECTORY SERVICES COMPANY L.L.C.,	Case No. 20-22478 (RDD)
Debtor.)
Tax I.D. No. 06-1449040)
In re:	Chapter 11
CITIZENS LOUISIANA ACCOUNTING COMPANY,	Case No. 20-22479 (RDD)
Debtor.)
Tax I.D. No. 22-3836430))
In re:	Chapter 11
CITIZENS NEWCOM COMPANY,	Case No. 20-22480 (RDD)
Debtor.)
Tax I.D. No. 06-1528868))
In re:	Chapter 11
CITIZENS NEWTEL, LLC,	Case No. 20-22486 (RDD)
Debtor.)
Tax I.D. No. 06-1528869))
In re:	Chapter 11
CITIZENS PENNSYLVANIA COMPANY LLC,	Case No. 20-22493 (RDD)
Debtor.))
Tax I.D. No. 06-1607322))

In re:) Chapter 11
CITIZENS SERP ADMINISTRATION COMPANY,	Case No. 20-22497 (RDD)
Debtor.	
Tax I.D. No. 16-1622561)
In re:	Chapter 11
CITIZENS TELECOM SERVICES COMPANY L.L.C.,	Case No. 20-22501 (RDD)
Debtor.)
Tax I.D. No. 06-1460891))
In re:	Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF CALIFORNIA INC.,	Case No. 20-22508 (RDD)
Debtor.)
Tax I.D. No. 06-1387094))
In re:	Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF IDAHO,	Case No. 20-22510 (RDD)
Debtor.))
Tax I.D. No. 06-1381499))
In re:	Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF ILLINOIS,	Case No. 20-22514 (RDD)
Debtor.))
Tax I.D. No. 36-4348451))

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, LLC,	Case No. 20-22519 (RDD)
Debtor.))
Tax I.D. No. 06-1554080))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF MONTANA,	Case No. 20-22523 (RDD)
Debtor.))
Tax I.D. No. 06-1381501))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEBRASKA,	Case No. 20-22528 (RDD)
Debtor. Tax I.D. No. 06-1557684)))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEBRASKA LLC,	Case No. 20-22532 (RDD)
Debtor.))
Tax I.D. No. 06-1607329))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS OF NEVADA,	Case No. 20-22539 (RDD)
Debtor. Tax I.D. No. 88-0038970	,))

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF NEW YORK, INC.,) Case No. 20-22544 (RDD)
Debtor.)
Tax I.D. No. 06-1381503))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF OREGON,) Case No. 20-22547 (RDD)
Debtor.)
Tax I.D. No. 06-1381505))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF TENNESSEE L.L.C.,) Case No. 20-22553 (RDD)
Debtor.))
Tax I.D. No. 06-1431902))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF THE WHITE MOUNTAINS, INC., Debtor.	Case No. 20-22481 (RDD))
Tax I.D. No. 06-1473448))
In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF UTAH,) Case No. 20-22487 (RDD)
Debtor.))
Tax I.D. No. 06-1381506))

In re:) Chapter 11
CITIZENS TELECOMMUNICATIONS COMPANY OF WEST VIRGINIA,) Case No. 20-22492 (RDD)
Debtor.))
Tax I.D. No. 55-0276420)
In re:) Chapter 11
CITIZENS UTILITIES CAPITAL L.P.,	Case No. 20-22496 (RDD)
Debtor.))
Tax I.D. No. 06-1441535))
In re:) Chapter 11
CITIZENS UTILITIES RURAL COMPANY, INC.,	Case No. 20-22502 (RDD)
Debtor.))
Tax I.D. No. 06-0798524))
In re:) Chapter 11
COMMONWEALTH COMMUNICATION, LLC,	Case No. 20-22504 (RDD)
Debtor.)
Tax I.D. No. 20-1222643))
In re:) Chapter 11
COMMONWEALTH TELEPHONE COMPANY LLC,	Case No. 20-22512 (RDD)
Debtor.))
Tax I.D. No. 26-2627400))

In re:) Chapter 11
COMMONWEALTH TELEPHONE ENTERPRISES LLC,	Case No. 20-22516 (RDD)
Debtor.))
Tax I.D. No. 26-2198430))
In re:) Chapter 11
COMMONWEALTH TELEPHONE MANAGEMENT SERVICES, INC.,	Case No. 20-22521 (RDD)
Debtor.))
Tax I.D. No. 25-1870409))
In re:) Chapter 11
CTE HOLDINGS, INC.,	Case No. 20-22526 (RDD)
Debtor.))
Tax I.D. No. 01-0718598))
In re:) Chapter 11
CTE SERVICES, INC.,) Case No. 20-22531 (RDD)
Debtor.))
Tax I.D. No. 23-2120043))
In re:) Chapter 11
CTE TELECOM, LLC,) Case No. 20-22536 (RDD)
Debtor.))
Tax I.D. No. 74-3071405))

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In re:) Chapter 11
CTSI, LLC,	Case No. 20-22541 (RDD)
Debtor.))
Tax I.D. No. 23-3085318)
In re:) Chapter 11
CU CAPITAL LLC,	Case No. 20-22546 (RDD)
Debtor.)
Tax I.D. No. 06-1156876))
In re:) Chapter 11
CU WIRELESS COMPANY LLC,	Case No. 20-22552 (RDD)
Debtor.))
Tax I.D. No. 06-1428830))
In re:) Chapter 11
ELECTRIC LIGHTWAVE NY, LLC,	Case No. 20-22557 (RDD)
Debtor.)
Tax I.D. No. 20-0823492))
In re:) Chapter 11
EVANS TELEPHONE HOLDINGS, INC.,) Case No. 20-22562 (RDD)
Debtor.)
Tax I.D. No. 22-3749922))

	
In re:) Chapter 11
FAIRMOUNT CELLULAR LLC,	Case No. 20-22566 (RDD)
Debtor.))
Tax I.D. No. 58-2085279)
In re:) Chapter 11
FRONTIER ABC LLC,	Case No. 20-22570 (RDD)
Debtor.))
Tax I.D. No. 47-1398328))
In re:) Chapter 11
FRONTIER CALIFORNIA INC.,	Case No. 20-22573 (RDD)
Debtor.))
Tax I.D. No. 95-0510200))
In re:) Chapter 11
FRONTIER COMMUNICATIONS - MIDLAND, INC.,	Case No. 20-22574 (RDD)
Debtor.))
Tax I.D. No. 37-0757434))
In re:) Chapter 11
FRONTIER COMMUNICATIONS - PRAIRIE, INC.,) Case No. 20-22569 (RDD)
Debtor.)
Tax I.D. No. 37-0841588)

In re:) Chapter 11
FRONTIER COMMUNICATIONS - SCHUYLER, INC.,) Case No. 20-22483 (RDD)
Debtor.))
Tax I.D. No. 37-0506920))
In re:) Chapter 11
FRONTIER COMMUNICATIONS CORPORATE SERVICES INC.,	Case No. 20-22488 (RDD)
Debtor.))
Tax I.D. No. 27-0927861))
In re:) Chapter 11
FRONTIER COMMUNICATIONS ILEC HOLDINGS LLC,	Case No. 20-22495 (RDD)
Debtor.)
Tax I.D. No. 27-0213230))
In re:) Chapter 11
FRONTIER COMMUNICATIONS NORTHWEST INC.,	Case No. 20-22500 (RDD)
Debtor.))
Tax I.D. No. 91-0466810))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF AMERICA, INC.,	Case No. 20-22506 (RDD)
Debtor.))
Tax I.D. No. 06-1381497))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF AUSABLE VALLEY, INC.,) Case No. 20-22511 (RDD)
Debtor.))
Tax I.D. No. 14-0481260))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF BREEZEWOOD, LLC,	Case No. 20-22517 (RDD)
Debtor.))
Tax I.D. No. 23-0430281))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF CANTON, LLC,	Case No. 20-22520 (RDD)
Debtor.))
Tax I.D. No. 24-0540660))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF DELAWARE, INC.,	Case No. 20-22525 (RDD)
Debtor.))
Tax I.D. No. 47-4220080))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF DEPUE, INC.,	Case No. 20-22529 (RDD)
Debtor.))
Tax I.D. No. 36-0983740))

In re:	Chapter 11
FRONTIER COMMUNICATIONS OF GEORGIA LLC,	Case No. 20-22534 (RDD)
Debtor.))
Tax I.D. No. 58-0446650)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ILLINOIS, INC.,	Case No. 20-22538 (RDD)
Debtor.))
Tax I.D. No. 37-0740040)
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF INDIANA, LLC,	Case No. 20-22543 (RDD)
Debtor.)
Tax I.D. No. 35-0228025))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF IOWA, LLC,	Case No. 20-22545 (RDD)
Debtor.))
Tax I.D. No. 42-1367550))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF LAKESIDE, INC.,	Case No. 20-22550 (RDD)
Debtor.))
Tax I.D. No. 37-0862568))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF LAKEWOOD, LLC,) Case No. 20-22554 (RDD)
Debtor.))
Tax I.D. No. 23-0783420))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MICHIGAN, INC.,	Case No. 20-22558 (RDD)
Debtor.))
Tax I.D. No. 38-2476132))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MINNESOTA, INC.,	Case No. 20-22561 (RDD)
Debtor.))
Tax I.D. No. 41-1691122))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MISSISSIPPI LLC,	Case No. 20-22564 (RDD)
Debtor.))
Tax I.D. No. 20-5453978))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF MT. PULASKI, INC.,	Case No. 20-22567 (RDD)
Debtor.))
Tax I.D. No. 37-0430770))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF NEW YORK, INC.,) Case No. 20-22571 (RDD)
Debtor.))
Tax I.D. No. 14-0750550))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ORION, INC.,	Case No. 20-22572 (RDD)
Debtor.))
Tax I.D. No. 36-1585930))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF OSWAYO RIVER LLC,	Case No. 20-22482 (RDD)
Debtor.))
Tax I.D. No. 24-0680200))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF PENNSYLVANIA, LLC,	Case No. 20-22485 (RDD)
Debtor.))
Tax I.D. No. 23-0559150))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF ROCHESTER, INC.,	Case No. 20-22489 (RDD)
Debtor.))
Tax I.D. No. 16-1469712))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF SENECA-GORHAM, INC.,) Case No. 20-22491 (RDD)
Debtor.))
Tax I.D. No. 16-1328607))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF SYLVAN LAKE, INC.,	Case No. 20-22494 (RDD)
Debtor.))
Tax I.D. No. 16-1007380))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE CAROLINAS LLC,	Case No. 20-22498 (RDD)
Debtor.))
Tax I.D. No. 27-0213284))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE SOUTH, LLC,	Case No. 20-22503 (RDD)
Debtor.))
Tax I.D. No. 63-0254712))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THE SOUTHWEST INC.,	Case No. 20-22505 (RDD)
Debtor.))
Tax I.D. No. 27-0213354))

In re:) Chapter 11
FRONTIER COMMUNICATIONS OF THORNTOWN, LLC,	Case No. 20-22509 (RDD)
Debtor.))
Tax I.D. No. 35-0709460))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF VIRGINIA, INC.,	Case No. 20-22513 (RDD)
Debtor.))
Tax I.D. No. 27-1624217))
In re:) Chapter 11
FRONTIER COMMUNICATIONS OF WISCONSIN LLC,	Case No. 20-22518 (RDD)
Debtor.))
Tax I.D. No. 39-0990552))
In re:) Chapter 11
FRONTIER COMMUNICATIONS ONLINE AND LONG DISTANCE INC.,	Case No. 20-22522 (RDD)
Debtor.))
Tax I.D. No. 27-0239625))
In re:) Chapter 11
FRONTIER COMMUNICATIONS SERVICES INC.,	Case No. 20-22527 (RDD)
Debtor.))
Tax I.D. No. 45-3689655))

In re:	Chapter 11
FRONTIER DIRECTORY SERVICES COMPANY, LLC,	Case No. 20-22533 (RDD)
Debtor.	
Tax I.D. No. 06-1473449	
In re:	Chapter 11
FRONTIER FLORIDA LLC,	Case No. 20-22537 (RDD)
Debtor.	
Tax I.D. No. 59-0397520	
1ttx 1.D. 110. 37 0371320	
In re:	Chapter 11
FRONTIER INFOSERVICES INC.,	Case No. 20-22540 (RDD)
Debtor.	
Debion.)	
Tax I.D. No. 16-1408510	
In re:	Chapter 11
FRONTIER MIDSTATES INC.,	Case No. 20-22549 (RDD)
Debtor.	
Deotor.)	
Tax I.D. No. 58-0678890	
In re:	Chapter 11
FRONTIER MOBILE LLC,	Case No. 20-22551 (RDD)
Debtor.	
Tax I.D. No. 27-1099601	

	
In re:) Chapter 11
FRONTIER NORTH INC.,	Case No. 20-22556 (RDD)
Debtor.)
Tax I.D. No. 35-1869961)
In re:) Chapter 11
FRONTIER SECURITY COMPANY,	Case No. 20-22560 (RDD)
Debtor.)
Tax I.D. No. 26-1952457))
In re:) Chapter 11
FRONTIER SERVICES CORP.,	Case No. 20-22563 (RDD)
Debtor.))
Tax I.D. No. 46-4115660))
In re:) Chapter 11
FRONTIER SOUTHWEST INCORPORATED,	Case No. 20-22484 (RDD)
Debtor.))
Tax I.D. No. 75-0573444))
In re:) Chapter 11
FRONTIER SUBSIDIARY TELCO LLC,) Case No. 20-22490 (RDD)
	,, , , , , , , , , , , , , , , ,
Debtor.)

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In re:) Chapter 11
FRONTIER TECHSERV, INC.,) Case No. 20-22499 (RDD)
Debtor.))
Tax I.D. No. 03-0466148)
In re:) Chapter 11
FRONTIER TELEPHONE OF ROCHESTER, INC.,	Case No. 20-22507 (RDD)
Debtor.))
Tax I.D. No. 16-1469713))
In re:) Chapter 11
FRONTIER VIDEO SERVICES INC.,) Case No. 20-22515 (RDD)
Debtor.))
Tax I.D. No. 82-1731982))
In re:) Chapter 11
FRONTIER WEST VIRGINIA INC.,) Case No. 20-22524 (RDD)
Debtor.))
Tax I.D. No. 55-0142020))
In re:) Chapter 11
GVN SERVICES,) Case No. 20-22530 (RDD)
Debtor.))
Tax I.D. No. 32-0106937))

	
In re:) Chapter 11
N C C SYSTEMS, INC.,	Case No. 20-22535 (RDD)
Debtor.)
Tax I.D. No. 75-1523468)
In re:) Chapter 11
NAVAJO COMMUNICATIONS CO., INC.,	Case No. 20-22542 (RDD)
Debtor.)
Tax I.D. No. 75-1310073))
In re:) Chapter 11
NEWCO WEST HOLDINGS LLC	Case No. 20-22548 (RDD)
Debtor.))
Tax I.D. No. 81-1435726))
In re:) Chapter 11
OGDEN TELEPHONE COMPANY	Case No. 20-22555 (RDD)
Debtor.))
Tax I.D. No. 16-0576170))
In re:) Chapter 11
RHINELANDER TELECOMMUNICATIONS, LLC	Case No. 20-22559 (RDD)
Debtor.)
Tax I.D. No. 39-1684335))

In re:) Chapter 11
RIB LAKE CELLULAR FOR WISCONSIN RSA #3, INC.	Case No. 20-22565 (RDD)
Debtor.))
Tax I.D. No. 39-1644420))
In re:) Chapter 11	
RIB LAKE TELECOM, INC.) Case No. 20-22568 (RDD)
Debtor.))
Tax I.D. No. 39-1465397))
In re:) Chapter 11
SNET AMERICA, INC.) Case No. 20-22578 (RDD)
Debtor.))
Tax I.D. No. 06-1368174))
In re:) Chapter 11
TCI TECHNOLOGY & EQUIPMENT LLC) Case No. 20-22575 (RDD)
Debtor.))
Tax I.D. No. 82-2834793)
In re:) Chapter 11
THE SOUTHERN NEW ENGLAND TELEPHONE COMPANY) Case No. 20-22576 (RDD)
Debtor.))
Tax I.D. No. 06-0542646))

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In re:) Chapter 11
TOTAL COMMUNICATIONS, INC.) Case No. 20-22577 (RDD)
Debtor.)
Tax I.D. No. 06-1020653)

ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the motion (the "Motion")¹ of the above-captioned debtors and debtors in possession (collectively, "the Debtors") for entry of an order (this "Order"), directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the Southern District of New York, dated February 1, 2012; and this Court having determined that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein;

¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

- 1. The Motion is granted as set forth herein.
- 2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 20-22476 (RDD).
 - 3. The caption of the jointly administered cases should read as follows:

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
FRONTIER COMMUNICATIONS) CORPORATION, et al., 1)	Case No. 20-22476 (RDD)
Debtors.) ((Jointly Administered)

- 4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 5. A docket entry, substantially similar to the following, shall be entered on the docket of each of the Debtors, other than Frontier Communications Corporation, to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the joint administration of the chapter 11 cases of: Phone Trends, Inc., No. 20-22475 (RDD); Frontier Communications Corporation, No. 20-22476 (RDD); Citizens Capital Ventures Corp., No. 20-22477 (RDD); Citizens Directory Services Company L.L.C., No. 20-22478 (RDD); Citizens Louisiana Accounting Company,

The last four digits of Debtor Frontier Communications Corporation's tax identification number are 9596. Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at https://cases.primeclerk.com/ftr. The location of the Debtors' service address for purposes of these chapter 11 cases is: 50 Main Street, Suite 1000, White Plains, New York 10606.

No. 20-22479 (RDD); Citizens Newcom Company, No. 20-22480 (RDD); Citizens Newtel, LLC, No. 20-22486 (RDD); Citizens Pennsylvania Company LLC, No. 20-22493 (RDD); Citizens SERP Administration Company, No. 20-22497 (RDD); Citizens Telecom Services Company L.L.C., No. 20-22501 (RDD); Citizens Telecommunications Company of California Inc., No. 20-22508 (RDD); Citizens Telecommunications Company of Idaho, No. 20-22510 (RDD); Citizens Telecommunications Company of Illinois, No. 20-22514 (RDD); Citizens Telecommunications Company of No. 20-22519 Minnesota, LLC, (RDD); Telecommunications Company of Montana, No. 20-22523 (RDD); Citizens Telecommunications Company of Nebraska, No. 20-22528 (RDD); Citizens Telecommunications Company of Nebraska LLC, No. 20-22532 (RDD); Citizens Telecommunications Company of Nevada, No. 20-22539 (RDD); Citizens Telecommunications Company of New York, Inc., No. 20-22544 (RDD); Citizens Telecommunications Company of Oregon, No. 20-22547 (RDD); Citizens Telecommunications Company of Tennessee L.L.C., No. 20-22553 (RDD); Citizens Telecommunications Company of the White Mountains, Inc., No. 20-22481 (RDD); Citizens Telecommunications Company of Utah, No. 20-22487 (RDD); Citizens Telecommunications Company of West Virginia, No. 20-22492 (RDD); Citizens Utilities Capital L.P., No. 20-22496 (RDD); Citizens Utilities Rural Company, Inc., No. 20-22502 (RDD); Commonwealth Communication, LLC, No. 20-22504 (RDD); Commonwealth Telephone Company LLC, No. 20-22512 (RDD); Commonwealth Telephone Enterprises LLC, No. 20-22516 (RDD); Commonwealth Telephone Management Services, Inc., No. 20-22521 (RDD); CTE Holdings, Inc., No. 20-22526 (RDD); CTE Services, Inc., No. 20-22531 (RDD); CTE Telecom, LLC, No. 20-22536 (RDD); CTSI, LLC, No. 20-22541 (RDD); CU Capital LLC, No. 20-22546 (RDD); CU Wireless Company LLC, No. 20-22552 (RDD); Electric Lightwave NY, LLC, No. 20-22557 (RDD); Evans Telephone Holdings, Inc., No. 20-22562 (RDD); Fairmount Cellular LLC, No. 20-22566 (RDD); Frontier ABC LLC, No. 20-22570 (RDD); Frontier California Inc., No. 20-22573 (RDD); Frontier Communications - Midland, Inc., No. 20-22574 (RDD); Frontier Communications - Prairie, Inc., No. 20-22569 (RDD); Frontier Communications - Schuyler, Inc., No. 20-22483 (RDD); Frontier Communications Corporate Services Inc., No. 20-22488 (RDD); Frontier Communications ILEC Holdings LLC, No. 20-22495 (RDD); Frontier Communications Northwest Inc., No. 20-22500 (RDD); Frontier Communications of America, Inc., No. 20-22506 (RDD); Frontier Communications of Ausable Valley, Inc., No. 20-22511 (RDD); Frontier Communications of Breezewood, LLC, No. 20-22517 (RDD); Frontier Communications of Canton,

LLC, No. 20-22520 (RDD); Frontier Communications of Delaware, Inc., No. 20-22525 (RDD); Frontier Communications of Depue, Inc., No. 20-22529 (RDD); Frontier Communications of Georgia LLC, No. 20-22534 (RDD); Frontier Communications of Illinois, Inc., No. 20-22538 (RDD); Frontier Communications of Indiana, LLC, No. 20-22543 (RDD); Frontier Communications of Iowa, LLC, No. 20-22545 (RDD); Frontier Communications of Lakeside, Inc., No. 20-22550 (RDD); Frontier Communications of Lakewood, LLC, No. 20-22554 (RDD); Frontier Communications of Michigan, Inc., No. 20-22558 (RDD); Frontier Communications of Minnesota, Inc., No. 20-22561 (RDD); Frontier Communications of Mississippi LLC, No. 20-22564 (RDD); Frontier Communications of Mt. Pulaski, Inc., No. 20-22567 (RDD); Frontier Communications of New York, Inc., No. 20-22571 (RDD); Frontier Communications of Orion, Inc., No. 20-22572 (RDD); Frontier Communications of Oswayo River LLC, No. 20-22482 (RDD); Communications of Pennsylvania, LLC, No. 20-22485 (RDD); Frontier Communications of Rochester, Inc., No. 20-22489 (RDD); Frontier Communications of Seneca-Gorham, Inc., No. 20-22491 (RDD); Frontier Communications of Sylvan Lake, Inc., No. 20-22494 (RDD); Frontier Communications of the Carolinas LLC, No. 20-22498 (RDD); Frontier Communications of the South, LLC, No. 20-22503 (RDD); Frontier Communications of the Southwest No. 20-22505 (RDD); Frontier Communications Thorntown, LLC, No. 20-22509 (RDD); Frontier Communications of Virginia, Inc., No. 20-22513 (RDD); Frontier Communications of Wisconsin LLC, No. 20-22518 (RDD); Frontier Communications Online and Long Distance Inc., No. 20-22522 (RDD); Frontier Communications Services Inc., No. 20-22527 (RDD); Frontier Directory Services Company, LLC, No. 20-22533 (RDD); Frontier Florida LLC, No. 20-22537 (RDD); Frontier Infoservices Inc., No. 20-22540 (RDD); Frontier Midstates Inc., No. 20-22549 (RDD); Frontier Mobile LLC, No. 20-22551 (RDD); Frontier North Inc., No. 20-22556 (RDD); Frontier Security Company, No. 20-22560 (RDD); Frontier Services Corp., No. 20-22563 (RDD); Frontier Southwest Incorporated, No. 20-22484 (RDD); Frontier Subsidiary Telco LLC, No. 20-22490 (RDD); Frontier Techsery, Inc., No. 20-22499 (RDD); Frontier Telephone of Rochester, Inc., No. 20-22507 (RDD); Frontier Video Services Inc., No. 20-22515 (RDD); Frontier West Virginia Inc., No. 20-22524 (RDD); GVN Services, No. 20-22530 (RDD); N C C Systems, Inc., No. 20-22535 (RDD); Navajo Communications Co., Inc., No. 20-22542 (RDD); Newco West Holdings LLC, No. 20-22548 (RDD); Ogden Company, No. 20-22555 (RDD); Rhinelander Telecommunications, LLC, No. 20-22559 (RDD); Rib Lake Cellular for Wisconsin RSA #3, Inc., No. 20-22565 (RDD); Rib

Lake Telecom, Inc., No. 20-22568 (RDD); SNET America, Inc., No. 20-22578 (RDD); TCI Technology & Equipment LLC, No. 20-22575 (RDD); The Southern New England Telephone Company, No. 20-22576 (RDD); Total Communications, Inc., No. 20-22577 (RDD). All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 20-22476 (RDD).

- 6. The Debtors shall maintain, and the Clerk of the Court shall keep, with the assistance of the notice and claims agent retained by the Debtors in these chapter 11 cases, one consolidated docket, one file, and one consolidated service list.
- 7. The Debtors may file their monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees*, issued by the U.S. Trustee, by consolidating the information required for each debtor in one report that tracks and breaks out all of the specific information (*e.g.*, receipts, disbursements, etc.) on a debtor-by-debtor basis in each monthly operating report.
- 8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.
- 9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.
- 10. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such motion, and the requirements of the Bankruptcy Code, Bankruptcy Rules, and Local Rules of this Court are satisfied by such notice.
- 11. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

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12.	This Court retains exclusive jurisdiction with respect to all matters arising from or
related to the i	mplementation, interpretation, and enforcement of this Order.

White Plains, New Yor	·k
Dated:	2020

THE HONORABLE ROBERT D. DRAIN UNITED STATES BANKRUPTCY JUDGE